

# HOPKINS & SUTTER

(A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS)

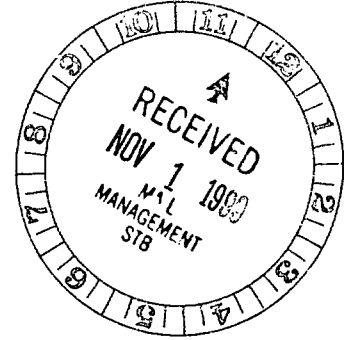
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October 25, 1999

Secretary  
Surface Transportation Board  
Room 704  
1925 K Street, NW  
Washington, DC 20423-0001

RECORDATION NO. 17947-B FILED

NOV 10 '99

12-00PM

Dear Secretary:

Enclosed for recordation pursuant to statute and 49 CFR 1177 are two counterparts of a Notice of Renumbering of Leased Locomotive Units, dated October 4, 1999 and executed by Grand Trunk Western Railroad Incorporated pursuant to a Lease of Various Items of Railroad Equipment, dated as of September 1, 1992, as amended (the "Lease").

The units covered by this notice are 13 diesel electric locomotives, with original numbers and new numbers as shown on Schedule A to the Notice of Renumbering, copy attached to this letter.

The Lease was recorded with the ICC on September 28, 1992 and assigned recordation number 17947.

The parties to the Lease are:

Lessor: Nationsbanc Leasing Corporation of North Carolina

Lessee: Grand Trunk Western Railroad Company, *predecessor in interest to* Grand Trunk Western Railroad Incorporated

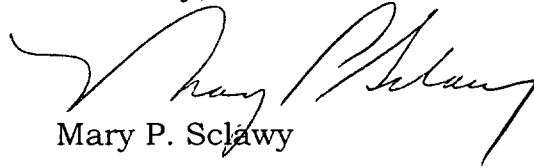
Enclosed is our check in the amount of \$26.

Secretary  
October 25, 1999  
Page 2

Please accept one counterpart of this document for filing as a secondary document, stamp the remaining counterpart with your recordation number and return it and the fee receipt to the undersigned at the following address:

Mary P. Sclawy  
Hopkins & Sutter  
2800 Livernois  
Suite 220  
Troy, MI 48083-1240

Sincerely,



Mary P. Sclawy

C: John A. N. Lamont  
GT file reference: CA 7927

Enclosure

### Schedule A to Notice of Renumbering

**Rolling Stock Type:** Diesel electric locomotives manufactured by the  
Electromotive Division of General Motors Corporation.

#	Original Lease Mark & Number of all Units		Current Lease Mark & Number of all Units	
	GTW		GTW	
1	GTW	4627	GTW	4627
2	GTW	4628	GTW	4628
3	GTW	4629	GTW	4629
4	GTW	4630	GTW	4630
5	GTW	4631	GTW	4631
6	GTW	4632	GTW	4632
7	GTW	4633	GTW	4633
8	GTW	5930	GTW	5930
9	GTW	5933	GTW	5933
10	GTW	5936	GTW	5936
11	GTW	5937	GTW	5937
12	GTW	6200	GTW	4994
13	GTW	6201	GTW	4995

\* A locomotive that has been renumbered from original Lease number.

\*\* A locomotive that has been renumbered more than one time from  
original Lease number.

**Note:** This equipment listing covers only the locomotives under the Lease.

NOV 10 '99

12-00PM

**NOTICE OF RENUMBERING  
OF LEASED LOCOMOTIVE UNITS**

**WHEREAS** *Grand Trunk Western Railroad Company (predecessor-in-interest to Grand Trunk Western Railroad Incorporated) as lessee ("GTW") entered into a Lease of Various Items of Railroad Equipment dated as of September 1, 1992, as amended by a First Amendment dated as of December 1, 1992, with Nationsbanc Leasing Corporation of North Carolina as lessor, covering 159 boxcars, 104 autoracks and 13 locomotives;*

**WHEREAS** *said Lease was recorded with:*

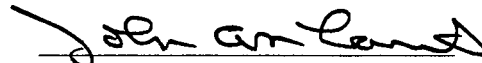
- 1) *The Interstate Commerce Commission (predecessor to the Surface Transportation Board), in accordance with 49 U.S.C. Section 11303 (now Section 11301), on September 28, 1992 at 2:35 P.M. and assigned recordation numbers 17947; and*
- 2) *The Office of the Registrar General of Canada, pursuant to Section 90 of the Railway Act of Canada (now Section 105 of the Canada Transportation Act), on September 29, 1992.*

**NOW THEREFORE, TAKE NOTICE THAT** *a) pursuant to the terms of said Lease, GTW has renumbered certain of the locomotives subject to said Lease, as set forth on Schedule A attached hereto and made a part hereof, and b) GTW shall cause this Notice of Renumbering to be filed at x) the Surface Transportation Board and y) the Office of the Registrar General of Canada.*

**IN WITNESS WHEREOF**, *this Notice of Renumbering has been executed, by an authorized signatory of GTW, as of the 4th day of October, 1999.*

**GRAND TRUNK WESTERN RAILROAD  
INCORPORATED, as lessee**


By:

  
John A.N. Lamont

GTW File Reference: CA 7927

PROVINCE OF QUEBEC )  
 ) ss  
DISTRICT OF MONTREAL )

On this 5th day of October, 1999, before me personally appeared John A.N. Lamont, to me personally known, who being by me duly sworn says that he is duly authorized to state that said instrument was signed on behalf of Grand Trunk Western Railroad Incorporated, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
\_\_\_\_\_  
Attorney / Avocat

Bar #: 194066-0

### Schedule A to Notice of Renumbering

Rolling Stock Type: Diesel electric locomotives manufactured by the  
Electromotive Division of General Motors Corporation.

#	Original Lease			Current Lease	
	Mark & Number of all Units			Mark & Number of all Units	
1	GTW	4627		GTW	4627
2	GTW	4628		GTW	4628
3	GTW	4629		GTW	4629
4	GTW	4630		GTW	4630
5	GTW	4631		GTW	4631
6	GTW	4632		GTW	4632
7	GTW	4633		GTW	4633
8	GTW	5930		GTW	5930
9	GTW	5933		GTW	5933
10	GTW	5936		GTW	5936
11	GTW	5937		GTW	5937
12	GTW	6200	*	GTW	4994
13	GTW	6201	*	GTW	4995

\* A locomotive that has been renumbered from original Lease number.

\*\* A locomotive that has been renumbered more than one time from original Lease number.

Note: This equipment listing covers only the locomotives under the Lease.